

Fill in this information to identify the case:

Debtor name **Grand Fusion Housewares, LLC**

United States Bankruptcy Court for the: **NORTHERN DISTRICT OF TEXAS**

Case number (if known) **24-41694**

Check if this is an amended filing

Official Form 207

Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy

04/22

The debtor must answer every question. If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and case number (if known).

Part 1: Income

1. Gross revenue from business

None.

Identify the beginning and ending dates of the debtor's fiscal year, which may be a calendar year

Sources of revenue
Check all that apply

Gross revenue
(before deductions and exclusions)

From the beginning of the fiscal year to filing date:

From 1/01/2024 to Filing Date

Operating a business

\$712,397.80

Other _____

For prior year:

From 1/01/2023 to 12/31/2023

Operating a business

\$3,808,478.00

Other _____

For year before that:

From 1/01/2022 to 12/31/2022

Operating a business

\$5,119,248.00

Other _____

2. Non-business revenue

Include revenue regardless of whether that revenue is taxable. *Non-business income* may include interest, dividends, money collected from lawsuits, and royalties. List each source and the gross revenue for each separately. Do not include revenue listed in line 1.

None.

Description of sources of revenue

Gross revenue from each source
(before deductions and exclusions)

Part 2: List Certain Transfers Made Before Filing for Bankruptcy

3. Certain payments or transfers to creditors within 90 days before filing this case

List payments or transfers--including expense reimbursements--to any creditor, other than regular employee compensation, within 90 days before filing this case unless the aggregate value of all property transferred to that creditor is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.)

None.

Creditor's Name and Address

Dates

Total amount of value

Reasons for payment or transfer

Check all that apply

Debtor Grand Fusion Housewares, LLC

Creditor's Name and Address	Dates	Total amount of value	Reasons for payment or transfer Check all that apply
3.1. MLRP 1215 Crosby LLC c/o ML Realty Partners, LLC One Pierce Place, Suite 450-W Itasca, IL 60143	3/1/24 - \$35,862.58 4/5/24 - \$35,862.58 5/1/24 - \$35,862.58	\$107,587.74	<input type="checkbox"/> Secured debt <input type="checkbox"/> Unsecured loan repayments <input type="checkbox"/> Suppliers or vendors <input type="checkbox"/> Services <input checked="" type="checkbox"/> Other <u>Rent payments</u>

4. Payments or other transfers of property made within 1 year before filing this case that benefited any insider

List payments or transfers, including expense reimbursements, made within 1 year before filing this case on debts owed to an insider or guaranteed or cosigned by an insider unless the aggregate value of all property transferred to or for the benefit of the insider is less than \$7,575. (This amount may be adjusted on 4/01/25 and every 3 years after that with respect to cases filed on or after the date of adjustment.) Do not include any payments listed in line 3. *Insiders* include officers, directors, and anyone in control of a corporate debtor and their relatives; general partners of a partnership debtor and their relatives; affiliates of the debtor and insiders of such affiliates; and any managing agent of the debtor. 11 U.S.C. § 101(31).

 None.

Insider's name and address	Dates	Total amount of value	Reasons for payment or transfer
Relationship to debtor			

5. Repossessions, foreclosures, and returns

List all property of the debtor that was obtained by a creditor within 1 year before filing this case, including property repossessed by a creditor, sold at a foreclosure sale, transferred by a deed in lieu of foreclosure, or returned to the seller. Do not include property listed in line 6.

 None

Creditor's name and address	Describe of the Property	Date	Value of property

6. Setoffs

List any creditor, including a bank or financial institution, that within 90 days before filing this case set off or otherwise took anything from an account of the debtor without permission or refused to make a payment at the debtor's direction from an account of the debtor because the debtor owed a debt.

 None

Creditor's name and address	Description of the action creditor took	Date action was taken	Amount
Amazon Capital Services, Inc. 410 Terry Ave N. Seattle, WA 98109	Setoff amounts owed on loan from amounts held in Debtor's seller account Last 4 digits of account number: _____	4/16/24	\$10,250.77

Part 3: Legal Actions or Assignments**7. Legal actions, administrative proceedings, court actions, executions, attachments, or governmental audits**

List the legal actions, proceedings, investigations, arbitrations, mediations, and audits by federal or state agencies in which the debtor was involved in any capacity—within 1 year before filing this case.

 None.

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.1. Umbra LLC v. Grand Fusion Housewares, LLC 8:23-cv-00731-CJC-DFM	Patent Infringement	U.S. District Court, C.D. of California	<input type="checkbox"/> Pending <input type="checkbox"/> On appeal <input checked="" type="checkbox"/> Concluded
7.2. Smart Business v. Grand Fusion Housewares, Inc. et al. Index No. E2024008174	Breach of contract	New York Supreme Court	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

Debtor Grand Fusion Housewares, LLC

Case title Case number	Nature of case	Court or agency's name and address	Status of case
7.3. Silverline Services, Inc. v. Grand Fusion Housewares, LLC, et al. Index No. 508674	Breach of Contract	New York Supreme Court	<input checked="" type="checkbox"/> Pending <input type="checkbox"/> On appeal <input type="checkbox"/> Concluded

8. Assignments and receivership

List any property in the hands of an assignee for the benefit of creditors during the 120 days before filing this case and any property in the hands of a receiver, custodian, or other court-appointed officer within 1 year before filing this case.

None

Part 4: Certain Gifts and Charitable Contributions**9. List all gifts or charitable contributions the debtor gave to a recipient within 2 years before filing this case unless the aggregate value of the gifts to that recipient is less than \$1,000**

None

Recipient's name and address	Description of the gifts or contributions	Dates given	Value

Part 5: Certain Losses**10. All losses from fire, theft, or other casualty within 1 year before filing this case.**

None

Description of the property lost and how the loss occurred	Amount of payments received for the loss	Dates of loss	Value of property lost
	If you have received payments to cover the loss, for example, from insurance, government compensation, or tort liability, list the total received. List unpaid claims on Official Form 106A/B (<i>Schedule A/B: Assets – Real and Personal Property</i>).		

Part 6: Certain Payments or Transfers**11. Payments related to bankruptcy**

List any payments of money or other transfers of property made by the debtor or person acting on behalf of the debtor within 1 year before the filing of this case to another person or entity, including attorneys, that the debtor consulted about debt consolidation or restructuring, seeking bankruptcy relief, or filing a bankruptcy case.

None.

Debtor Grand Fusion Housewares, LLC

Who was paid or who received the transfer? Address	If not money, describe any property transferred	Dates	Total amount or value
11.1.		1/10/24 - \$26,738 retainer deposit	
		4/8/24 - \$7,500 replenishm ent of retainer	
		5/15/24 - \$15,000 replenishm ent of retainer	
Bonds Ellis Eppich Schafer Jones LLP 420 Throckmorton St., Ste. 1000 Fort Worth, TX 76102			\$49,238.00
Email or website address www.bondsellis.com			
Who made the payment, if not debtor?			

12. Self-settled trusts of which the debtor is a beneficiary

List any payments or transfers of property made by the debtor or a person acting on behalf of the debtor within 10 years before the filing of this case to a self-settled trust or similar device.

Do not include transfers already listed on this statement.

None.

Name of trust or device	Describe any property transferred	Dates transfers were made	Total amount or value

13. Transfers not already listed on this statement

List any transfers of money or other property by sale, trade, or any other means made by the debtor or a person acting on behalf of the debtor within 2 years before the filing of this case to another person, other than property transferred in the ordinary course of business or financial affairs. Include both outright transfers and transfers made as security. Do not include gifts or transfers previously listed on this statement.

None.

Who received transfer? Address	Description of property transferred or payments received or debts paid in exchange	Date transfer was made	Total amount or value
13.1 Evriholder Products, LLC 975 W. Imperial Hwy. Suite 100 Brea, CA 92821	Sale of inventory in exchange for payment of \$75,557.48	1/31/24	\$75,557.48
Relationship to debtor			

Part 7: Previous Locations**14. Previous addresses**

List all previous addresses used by the debtor within 3 years before filing this case and the dates the addresses were used.

Does not apply

Debtor Grand Fusion Housewares, LLC

Address	Dates of occupancy From-To
14.1. 1215 W. Crosby Road, Suite 100 Carrollton, TX 75006	06/2022 - 01/2024
14.2. 1220 Champion Circle #100 Carrollton, TX 75006	03/2020 - 06/2022

Part 8: Health Care Bankruptcies**15. Health Care bankruptcies**

Is the debtor primarily engaged in offering services and facilities for:

- diagnosing or treating injury, deformity, or disease, or
- providing any surgical, psychiatric, drug treatment, or obstetric care?

- No. Go to Part 9.
 Yes. Fill in the information below.

Facility name and address	Nature of the business operation, including type of services the debtor provides	If debtor provides meals and housing, number of patients in debtor's care
---------------------------	--	---

Part 9: Personally Identifiable Information**16. Does the debtor collect and retain personally identifiable information of customers?**

- No.
 Yes. State the nature of the information collected and retained.

17. Within 6 years before filing this case, have any employees of the debtor been participants in any ERISA, 401(k), 403(b), or other pension or profit-sharing plan made available by the debtor as an employee benefit?

- No. Go to Part 10.
 Yes. Does the debtor serve as plan administrator?

 No Go to Part 10.
 Yes. Fill in below:

Part 10: Certain Financial Accounts, Safe Deposit Boxes, and Storage Units**18. Closed financial accounts**

Within 1 year before filing this case, were any financial accounts or instruments held in the debtor's name, or for the debtor's benefit, closed, sold, moved, or transferred?

Include checking, savings, money market, or other financial accounts; certificates of deposit; and shares in banks, credit unions, brokerage houses, cooperatives, associations, and other financial institutions.

- None

Financial Institution name and Address	Last 4 digits of account number	Type of account or instrument	Date account was closed, sold, moved, or transferred	Last balance before closing or transfer
--	---------------------------------	-------------------------------	--	---

19. Safe deposit boxes

List any safe deposit box or other depository for securities, cash, or other valuables the debtor now has or did have within 1 year before filing this case.

- None

Depository institution name and address	Names of anyone with access to it Address	Description of the contents	Does debtor still have it?
---	--	-----------------------------	----------------------------

Debtor Grand Fusion Housewares, LLC**20. Off-premises storage**

List any property kept in storage units or warehouses within 1 year before filing this case. Do not include facilities that are in a part of a building in which the debtor does business.

None

Facility name and address	Names of anyone with access to it	Description of the contents	Does debtor still have it?
---------------------------	-----------------------------------	-----------------------------	----------------------------

Part 11: Property the Debtor Holds or Controls That the Debtor Does Not Own**21. Property held for another**

List any property that the debtor holds or controls that another entity owns. Include any property borrowed from, being stored for, or held in trust. Do not list leased or rented property.

None

Owner's name and address	Location of the property	Describe the property	Value
Accelevation LLC 235 S Pioneer Blvd Springboro, OH 45066		Security deposit for sublease of warehouse space located at 1215 W. Crosby Road, Suite 100, Carrollton, Texas 75006	\$32,630.88

Part 12: Details About Environment Information

For the purpose of Part 12, the following definitions apply:

Environmental law means any statute or governmental regulation that concerns pollution, contamination, or hazardous material, regardless of the medium affected (air, land, water, or any other medium).

Site means any location, facility, or property, including disposal sites, that the debtor now owns, operates, or utilizes or that the debtor formerly owned, operated, or utilized.

Hazardous material means anything that an environmental law defines as hazardous or toxic, or describes as a pollutant, contaminant, or a similarly harmful substance.

Report all notices, releases, and proceedings known, regardless of when they occurred.

22. Has the debtor been a party in any judicial or administrative proceeding under any environmental law? Include settlements and orders.

No.

Yes. Provide details below.

Case title Case number	Court or agency name and address	Nature of the case	Status of case
---------------------------	----------------------------------	--------------------	----------------

23. Has any governmental unit otherwise notified the debtor that the debtor may be liable or potentially liable under or in violation of an environmental law?

No.

Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

24. Has the debtor notified any governmental unit of any release of hazardous material?

No.

Yes. Provide details below.

Site name and address	Governmental unit name and address	Environmental law, if known	Date of notice
-----------------------	------------------------------------	-----------------------------	----------------

Part 13: Details About the Debtor's Business or Connections to Any Business

25. Other businesses in which the debtor has or has had an interest

List any business for which the debtor was an owner, partner, member, or otherwise a person in control within 6 years before filing this case. Include this information even if already listed in the Schedules.

None

Business name address	Describe the nature of the business	Employer Identification number Do not include Social Security number or ITIN.
		Dates business existed

26. Books, records, and financial statements

26a. List all accountants and bookkeepers who maintained the debtor's books and records within 2 years before filing this case.

None

Name and address	Date of service From-To
26a.1. Hilton Bliesen [Address on file]	2016 - present
26a.2. Elizabeth Djinga [Address on file]	2020 - present

26b. List all firms or individuals who have audited, compiled, or reviewed debtor's books of account and records or prepared a financial statement within 2 years before filing this case.

None

26c. List all firms or individuals who were in possession of the debtor's books of account and records when this case is filed.

None

Name and address	If any books of account and records are unavailable, explain why
-------------------------	---

26d. List all financial institutions, creditors, and other parties, including mercantile and trade agencies, to whom the debtor issued a financial statement within 2 years before filing this case.

None

Name and address

27. Inventories

Have any inventories of the debtor's property been taken within 2 years before filing this case?

No

Yes. Give the details about the two most recent inventories.

Name of the person who supervised the taking of the inventory	Date of inventory	The dollar amount and basis (cost, market, or other basis) of each inventory
--	--------------------------	---

28. List the debtor's officers, directors, managing members, general partners, members in control, controlling shareholders, or other people in control of the debtor at the time of the filing of this case.**29. Within 1 year before the filing of this case, did the debtor have officers, directors, managing members, general partners, members in control of the debtor, or shareholders in control of the debtor who no longer hold these positions?**

No

Yes. Identify below.

30. Payments, distributions, or withdrawals credited or given to insiders

Within 1 year before filing this case, did the debtor provide an insider with value in any form, including salary, other compensation, draws, bonuses, loans, credits on loans, stock redemptions, and options exercised?

- No
 Yes. Identify below.

Name and address of recipient	Amount of money or description and value of property	Dates	Reason for providing the value
30.1 Brendan Bauer [Address on file]	\$85,500	5/22/23 through 1/29/24 \$4,500 paid biweekly	Salary See attached for more detail.
Relationship to debtor Manager			
30.2 Xiaofei Ou [Address on file]	\$61,750	5/22/23 - 1/29/24 \$3,250 paid biweekly	Salary See attached for more detail.
Relationship to debtor Manager			
30.3 Hilton Blieden [Address on file]	\$17,208.80	5/22/23 - 1/29/24 Approximately \$960 paid biweekly	Salary See attached for more detail.
Relationship to debtor Manager			

31. Within 6 years before filing this case, has the debtor been a member of any consolidated group for tax purposes?

- No
 Yes. Identify below.

Name of the parent corporation	Employer Identification number of the parent corporation
--------------------------------	--

32. Within 6 years before filing this case, has the debtor as an employer been responsible for contributing to a pension fund?

- No
 Yes. Identify below.

Name of the pension fund	Employer Identification number of the pension fund
--------------------------	--

Debtor **Grand Fusion Housewares, LLC**Case number (if known) **24-41694****Part 14: Signature and Declaration**

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both.
18 U.S.C. §§ 152, 1341, 1519, and 3571.

I have examined the information in this *Statement of Financial Affairs* and any attachments and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on **June 13, 2024****/s/ Hilton Blieden**

Signature of individual signing on behalf of the debtor

Hilton Blieden

Printed name

Position or relationship to debtor

Authorized Representative

Are additional pages to *Statement of Financial Affairs for Non-Individuals Filing for Bankruptcy* (Official Form 207) attached?

- No
 Yes

Grand Fusion Housewares LLC

Statement of Financial Affairs

Question 30. Insider payments, distributions, or withdrawals within 1 year prior to Petition Date

	Brendan Bauer	Xiaofei Ou	Hilton Blieden	Total
5/22/2023	\$ 4,500.00	\$ 3,250.00	\$ 840.00	\$ 8,590.00
6/5/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
6/16/2023	\$ 4,500.00	\$ 3,250.00	\$ 1,008.80	\$ 8,758.80
6/28/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
7/13/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
7/27/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
8/10/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
8/25/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
9/7/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
9/22/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
10/6/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
10/19/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
11/2/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
11/20/2023	\$ 4,500.00	\$ 3,250.00	\$ -	\$ 7,750.00
12/4/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
12/18/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
12/31/2023	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
1/13/2024	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
1/29/2024	\$ 4,500.00	\$ 3,250.00	\$ 960.00	\$ 8,710.00
	\$ 85,500.00	\$ 61,750.00	\$ 17,208.80	\$ 164,458.80